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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ROTH & SCHOLL Attorneys at Law

866 South Dixie Highway
Coral Gables, Florida 33146
Tel 305.662.4141
Fax 305.662.3816

August 16, 2010

Florida Secretary of State
Registration Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

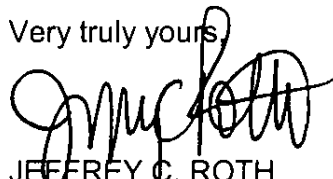
By FedEx

RE: Golden Road Holdings, LLC - Articles of Organization

Dear Sir:

Enclosed are duplicate originals of the Articles of Organization for the above limited liability company together with my check in the amount of \$125.00, payable to the Florida Department of State, representing the filing fee. Please file the enclosed Articles of Organization with the Florida Secretary of State, and mail me the original confirmation in the enclosed self-addressed stamped envelope. Thank you for your anticipated prompt attention to this matter.

Very truly yours,



JEFFREY C. ROTH

JCR:gkm
Encls.

**Articles of Organization
of
Golden Road Holdings, LLC**

The undersigned, desiring to form a limited liability company under and pursuant to Florida Statutes Chapter 608, entitled the Florida Limited Liability Company Act, do hereby adopt the following Articles of Organization:

**Article I
Name**

The name of this Limited Liability Company shall be Golden Road Holdings, LLC.

**Article II
Address**

Principal Office Address:

c/o Roth & Scholl
866 South Dixie Highway
Coral Gables, FL 33146

Mailing Address:

c/o Roth & Scholl
866 South Dixie Highway
Coral Gables, FL 33146

**Article III
Registered Agent**

The name and Florida street address of the registered agent of this Limited Liability Company are:

Jeffrey C. Roth, Esq.
Roth & Scholl
866 South Dixie Highway
Coral Gables, FL 33146

**Article IV
Manager(s)**

The name(s) and address of the manager(s) of this Limited Liability Company are:

NAME

Jeffrey C. Roth

Dennis Scholl

ADDRESS

866 South Dixie Highway
Coral Gables, FL 33146

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Coral Gables, FL 33146

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TALLAHASSEE, FLORIDA

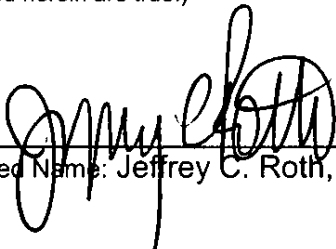
Article V
Manager-Managed Company

This Limited Liability Company is to be a manager-managed company. Either of the managers named in Article IV, acting alone, has the authority to (1) act on behalf of this Limited Liability Company, and (2) transfer real property held in the name of the Limited Liability Company.

Article VI
Amendments

These articles may be amended from time to time by a unanimous written consent of all the member(s), and the amendment shall be filed, duly signed by all member(s) of this Limited Liability Company, with the Florida Department of State.

(In accordance with section 608.408(3), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)



Printed Name: Jeffrey C. Roth, manager

OATH OF ACCEPTANCE OF REGISTERED AGENT

The undersigned, having been named as the registered agent for:

Golden Road Holdings, LLC

at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent as provided in Section 608 of the Florida Statutes.

Dated this 16th day of August, 2010.


Printed Name: Jeffrey C. Roth